

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MASSACHUSETTS

Sealed  
Judge's Office  
USDC, Mass.  
Date 5-25-05

M.B.D. No. 05-10203-JLT

*[Signature]*  
Clerk

K-SWISS INC., a Delaware Corporation

Plaintiff

v.

PAYLESS SHOESOURCE, INC.

Defendant

PLAINTIFF K-SWISS INC.'S MOTION TO FILE DOCUMENTS UNDER SEAL

Now comes the Plaintiff K-Swiss Inc. ("K-Swiss") hereby moves this Court for an order authorizing the filing of its motion, memorandum and supporting declaration to compel discovery from Ms. Souza UNDER SEAL.

The federal District Court for the Central District of California, in which the underlying dispute is pending, has entered a confidentiality protective order (copy attached hereto as Exhibit A). Defendant Payless Shoesource, Inc. has designated substantial business information as Confidential Attorneys Only including various documents pertaining to Ms. Souza including documents upon which K-Swiss has obtained information to support this motion.

In view thereof, K-Swiss submits that the motion, memorandum and accompanying Declaration of Neil Greenstein must be filed under seal in order to comply with the District Court for the Central District of California's protective order.

PLAINTIFF K-SWISS INC.,

By its attorneys,



Michele E. Randazzo (BBO # 564906)  
Jackie Cowin (BBO #655880)  
Kopelman and Paige, P.C.  
31 St. James Avenue  
Boston, MA 02116  
(617) 556-0007

OF COUNSEL FOR THE PLAINTIFF:

Neil D. Greenstein  
TechMark  
1917 Palomar Oaks Way, Suite 300  
Carlsbad, CA 92008  
(408) 280-2228  
Fax (408) 280-2250

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the  
above document was served upon the  
attorney of record for each other party  
by mail on 5/25/05

